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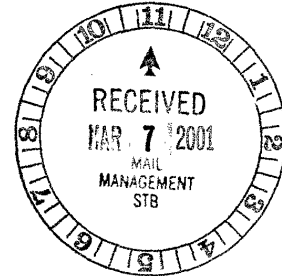
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Surface Transportation Board
Office of the Secretary
Case Control Unit
1925 K Street, N.W.
Washington, DC 20423-0001

March 7, 2001



Re: Ex Parte No. 582 (Sub-No. 1)
Major Rail Consolidation Procedures
Request of the Port Authority of New York and New Jersey to Appear at Oral
Argument

Dear Secretary Williams:

Pursuant to the Board's order of February 23, 2001, the Port Authority of New York and New Jersey (the "Port Authority") hereby requests five minutes to present its views in the above-captioned matter to the Board at oral argument on April 5, 2001.

The Port Authority's views will be presented by the undersigned as its attorney herein. The Port Authority will address two fundamental issues: (1) the appropriateness of the Board examining the transnational implications of any proposed transaction, particularly insofar as those implications may affect the interests of U.S. ports; and (2) the appropriateness of the Board reviewing the financial implications of any proposed transaction before approving any voting trust so as to protect the financial viability of the surviving carrier or carriers.

Thank you for your consideration.

Very truly yours,

Paul M. Donovan
Attorney for the Port Authority of
New York and New Jersey